

**IN THE UNITED STATES DISTRICT COURT FOR
THE DISTRICT OF MARYLAND**

RUSSIAN RESEARCH CENTER)
THE KURCHATOV INSTITUTE,)
Plaintiff,)
v.)
WESTERN SERVICES CORP., et al.,)
Defendants and)
Third-Party Plaintiff,)
v.)
GSE SYSTEMS, INC.)
Third-Party)
Defendants.)

Case No.: AMD 02-3878

**MOTION OF WESTERN SERVICES CORP. TO SEAL EXHIBIT 2 TO
ITS MEMORANDUM IN SUPPORT OF ITS MOTION
TO PRESERVE THE CONFIDENTIAL DESIGNATION OF
RICHARD D. CLARK'S REPORT**

Defendant/third-party plaintiff Western Services Corporation ("Western"), through undersigned counsel, respectfully moves the Court to seal Exhibit 2 to its Memorandum in Support of its Motion to Preserve the Confidential Designation of Richard D. Clark's Report. Exhibit 2 is Richard D. Clark's Report.

The requested sealing is justified because the Report of Richard D. Clark, CPA, MBA, has been designated by Western as "Confidential" under the Protective Order

of Confidentiality entered by this Court on June 4, 2003.¹ The Protective Order of Confidentiality is designed to protect the parties' trade secrets or other confidential research, development, or commercial information from public disclosure and requires the parties to file a motion to seal any document submitted to the Court which contains materials designated "Confidential." Thus, any alternative to sealing the Report would fail to provide the protection for confidential information contemplated by the Protective Order of Confidentiality.

A Proposed Order is submitted.

For the foregoing reasons, Western Services Corporation respectfully requests that its Exhibit 2 to its Memorandum be sealed.

¹ Although GSE Systems, Inc. has challenged the "Confidential" designation of Mr. Clark's report, the Protective Order of Confidentiality provides that the disputed document shall be treated as confidential material pending resolution of a motion to preserve its "Confidential" designation. See Protective Order of Confidentiality, at ¶ 7.

Respectfully submitted,

WILLIAMS & CONNOLLY LLP

By: /s/
Bruce R. Genderson (Bar No. 02427)
George A. Borden (Bar No. 06268)
Margaret A. Keeley (Bar No. 15654)
Ann Sagerson (Bar No. 15821)

725 Twelfth Street, N.W.
Washington, D.C. 20005
(202) 434-5000

*Counsel for Western Services Corporation and
George Utmel*

Dated: December 8, 2003

CERTIFICATE OF SERVICE

I hereby certify that a copy of the foregoing Motion to Seal Exhibit 2 of the Memorandum in Support of the Motion to Preserve the Confidential Designation of Richard D. Clark's Report was served electronically and by first-class mail on the following on December 8, 2003:

John M.G. Murphy, Esq.
Ober, Kaler, Grimes & Shriver, P.C.
120 East Baltimore Street
Baltimore, MD 21202

Francis J. Gorman, Esq.
Gorman & Williams
Two North Charles Street
Suite 750
Baltimore, MD 21201

/s/
Ann N. Sagerson